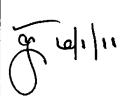
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| (Requestor's Name) | | | | |
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| (Address) | | | | |
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| (City/State/Zip/Phone #) | | | | |
| PICK-UP WAIT MAIL | | | | |
| (Business Entity Name) | | | | |
| (Document Number) | | | | |
| Certified Copies Certificates of Status | | | | |
| Special Instructions to Filing Officer: | | | | |
| <i>‡</i> * | | | | |
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Office Use Only

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COVER LETTER

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| COVEREET | LK | | | |
|---|--|--|--|--|
| TO: New Filing Section Division of Corporations | | | | |
| SUBJECT: Worley Auctioneers and Appraisers, Inc. | | | | |
| Name of corporation - mu | | | | |
| Dear Sir or Madam: | | | | |
| The enclosed "Application by Foreign Corporation for Author- "Certificate of Existence," or "Certificate of Good Standing" above referenced foreign corporation to transact business in | " and check are submitted to register the | | | |
| Please return all correspondence concerning this matter to th | ne following: | | | |
| Penny Worley | | | | |
| Name of Perso | on | | | |
| Worley Auctioneers and Appraisers, Inc. | | | | |
| Firm/Company | , | | | |
| 7264 Columbia Rd., # 200 | | | | |
| Address | | | | |
| Maineville, OH 45039 | | | | |
| City/State and Zi | ip code | | | |
| paul@worleyauctions.com | | | | |
| E-mail address: (to be used for fu | ture annual report notification) | | | |
| For further information concerning this matter, please call: | ., | | | |
| Paul Klohe at (513) 7 | 74-9182 | | | |
| Name of Person Area Code | & Daytime Telephone Number | | | |
| | II S | | | |
| STREET/COURIER ADDRESS: | MAILING ADDRESS: | | | |
| New Filing Section | | | | |
| Division of Corporations Clifton Building Division of Corporations P.O. Box 6327 | | | | |
| 2661 Executive Center Circle | Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | | | |
| Tallahassee, FL 32301 | No control of the con | | | |
| Enclosed is a check for the following amount: | | | | |
| | 3.75 Filing Fee & S87.50 Filing Fee, Certificate of Status & Certified Copy | | | |



SECRETARY OF STATE DIVISION OF CORPORATIONS
2811 MAY 23 AM 11: 22

FLORIDA DEPARTMENT OF STATE Division of Corporations

May 11, 2011

PENNY WORLEY 7264 COLUMBIA ROAD #200 MAINEVILLE, OH 45039

SUBJECT: WORLEY AUCITONEERS AND APPRAISERS. INC.

Ref. Number: W11000026310

We have received your document for WORLEY AUCITONEERS AND APPRAISERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$950.00.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden Regulatory Specialist II New Filing Section

Letter Number: 111A00011755

RECEIVED

11 MAY 23 PM I2: 50

INVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

| (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) 2. Ohio (State or country under the law of which it is incorporated) 3. 55-0802119 (FEI number, if applicable) 4. 8-19-2002 (Date of incorporation) (Date of incorporation) (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 7. 7264 Columbia Rd., # 200 Maineville, OH 45039 (Principal office address) 7264 Columbia Rd., # 200 Maineville, OH 45039 (Current mailing address) 8. For Profit - on-line auctions for FDIC (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) Name: C T Corporation System Office Address: 1200 South Pine Island Road Plantation (City) 10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I | 1. Worley Auctioneers and Appraisers, Inc. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," | | | | | | |
|--|--|---|--|-----------------|--|--|--|
| 2. Ohio (State or country under the law of which it is incorporated) 4. 8-19-2002 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual") 6. 12-7-2008 (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 7. 7264 Columbia Rd., # 200 Maineville, OH 45039 (Principal office address) 7264 Columbia Rd., # 200 Maineville, OH 45039 (Current mailing address) 8. For Profit - on-line auctions for FDIC (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) Name: C T Corporation System Office Address: 1200 South Pine Island Road Plantation (City) 10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I | | "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.") | | | | | |
| (State or country under the law of which it is incorporated) 4. 8-19-2002 (Date of incorporation) (Date of incorporation) (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 7. 7264 Columbia Rd., # 200 Maineville, OH 45039 (Principal office address) 7264 Columbia Rd., # 200 Maineville, OH 45039 (Current mailing address) 8. For Profit - on-line auctions for FDIC (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) Name: C T Corporation System Office Address: 1200 South Pine Island Road Plantation (City) 10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I | (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) | | | | | | |
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| Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I | | (City) | (Zip code) | 51 * | | | |
| further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. | He de fu | Having been named as registered agent and to accept service of designated in this application, I hereby accept the appointment further agree to comply with the provisions of all statutes relati | t as registered agent and agree to act in this capac ive to the proper and complete performance of my | city. I | | | |

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

Joyce Gilbert, Asst. Secretary

12. Names and business addresses of officers and/or directors:

A. DIRECTORS MI MAY 23 AM 11: 25 Chairman: Vice Chairman:

Address: Director:

B. OFFICERS

Director:

*

President: Penny Worley

Address: 3160 Shorewalk Rd.

Maineville, OH 45039

Vice President:

Address:

Secretary:

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

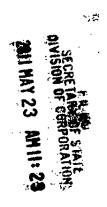
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Signature of Director or Officer The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Penny Worley, President

United States of America State of Ohio Office of the Secretary of State

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show WORLEY AUCTIONEERS AND APPRAISERS, INC., an Ohio corporation, Charter No. 1335590, having its principal location in Hamilton, County of Butler, was incorporated on August 19, 2002 and is currently in GOOD STANDING upon the records of this office.





Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 20th day of April, A.D. 2011

Ohio Secretary of State

Validation Number: V2011110AC896D